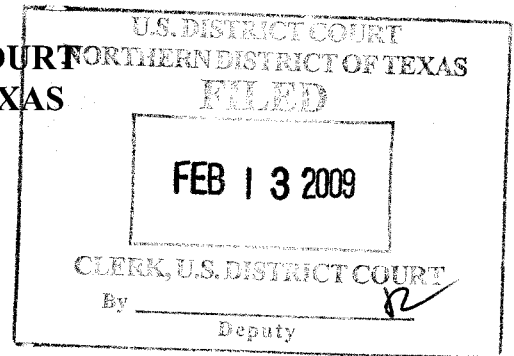


ORIGINAL

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**



**NORFOLK SOUTHERN
RAILWAY COMPANY,
Plaintiff,**

v.

**TRINITY INDUSTRIES, INC., and
TRINITY RAIL GROUP, LLC.,
Defendants.**

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No. 3-07-CV-1905-F

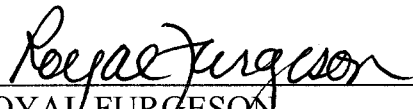
**ORDER ADOPTING MAGISTRATE JUDGE'S FINDINGS, CONCLUSIONS,
AND RECOMMENDATION**

BEFORE THE COURT are Magistrate Judge Paul Stickney's Findings, Conclusions, and Recommendation (Docket No. 54), filed September 2, 2008, Defendant Trinity Industries, Inc.'s Motion to Dismiss (Docket No. 13), filed January 4, 2008, Plaintiff's Response to Defendant's Motion to Dismiss (Docket No. 15), filed January 28, 2008, and Defendant's Reply to Plaintiff's Response (Docket No. 17), filed February 15, 2008. The parties appeared before the Court for a hearing on this matter on February 11, 2009. Upon consideration of the parties' briefings, the facts, and the applicable law, the Court is of the opinion that the Magistrate Judge's Findings, Conclusions, and Recommendation (Docket No. 54) should be ADOPTED IN ITS ENTIRETY and Defendant Trinity Industries, Inc.'s Motion to Dismiss (Docket No. 13) should be GRANTED.

Therefore, the Court ORDERS that the Magistrate Judge's Findings, Conclusions, and Recommendation (Docket No. 54) is ADOPTED IN ITS ENTIRETY and Defendant Trinity

Industries, Inc.'s Motion to Dismiss (Docket No. 13) is GRANTED. For the reasons stated in open court and those stated in the Magistrate Judge's Recommendation, Plaintiff's claim against Defendant Trinity Industries, Inc. for successor liability is DISMISSED WITH PREJUDICE and Plaintiff's claim against Defendant Trinity Industries, Inc. for corporate veil piercing is DISMISSED WITHOUT PREJUDICE.

Signed this 13th day of February, 2009.



ROYAL FURGESON
UNITED STATES DISTRICT JUDGE